

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MAGTEN ASSET MANAGEMENT CORP.
and LAW DEBENTURE TRUST COMPANY OF
NEW YORK,

Plaintiffs,

v.

NORTHWESTERN CORPORATION,

Defendant.

MAGTEN ASSET MANAGEMENT CORP.,

Plaintiff,

v.

MIKE J. HANSON and ERNIE J. KINDT,

Defendants.

Civil Action No. 04-1494-JJF

PUBLIC VERSION

Civil Action No. 05-499-JJF

PUBLIC VERSION

DECLARATION OF ROBERT W. BERLINER

ROBERT W. BERLINER declares as follows:

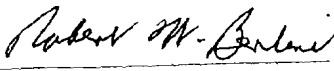
1. I am a Partner with Marks Paneth & Shron LLP.
 2. I have been retained by counsel to Magten Asset Management Corporation in the above referenced matters as an expert witness on behalf of both Plaintiffs.
 3. Attached to this declaration is a true and correct copy of my expert report ("Expert Report") dated September 19, 2007.
 4. I incorporate with this declaration my Expert Report and if called upon to testify at trial in the above captioned matter, my testimony would incorporate the opinions stated
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in my Expert Report, as further discussed at my deposition in this matter given on
November 8, 2007.

I declare under the penalty of perjury under the laws of the United States that the above
statements are true and correct.

Dated: New York, New York

December 14, 2007

By: 
Robert W. Berliner

CERTIFICATE OF SERVICE

I hereby certify that on this 4th day of January, 2008, I served by hand delivery and electronic filing the Public Version of the DECLARATION OF ROBERT W. BERLINER using CM/ECF which will send notification of such filing(s) to the following:

Denise Seastone Kraft, Esquire
Edwards Angell Palmer & Dodge LLP
919 North Market Street, 15th Floor
Wilmington, DE 19801

Kathleen M. Miller, Esquire
Smith Katzenstein & Furlow LLP
800 Delaware Avenue
P. O. Box 410
Wilmington, DE 19899


Victoria Watson Counihan, Esquire
Dennis A. Meloro, Esquire
Greenberg Traurig LLP
The Nemours Building
1007 North Orange Street, Suite 1200
Wilmington, DE 19801

I also certify that, on this 4th day of January, 2008, I served the aforementioned document, by e-mail and Federal Express, upon the following participants:

Stanley T. Kaleczyc, Esquire
Kimberly A. Beatty, Esquire
Browning, Kaleczyc, Berry & Hoven, P.C.
139 North Last Chance Gulch
P.O. Box 1697
Helena, Mt 59624

John V. Snellings, Esquire
Amanda D. Darwin, Esquire
Nixon Peabody LLP
100 Summer Street
Boston, Massachusetts 02110-1832

Steven J. Reisman, Esquire
Joseph D. Pizzurro, Esquire
Nancy E. Delaney, Esquire
Miriam K. Harwood, Esquire
Myles Bartley, Esquire
Curtis, Mallet-Prevost, Colt & Mosle LLP
101 Park Avenue
New York, New York 10178-0061


Dale R. Dubé (No. 2863)